

**45<sup>th</sup> Annual Report 2017 - 2018**



**MANGALAM DRUGS & ORGANICS LIMITED**  
**(AN ISO 9001 & WHO - GMP COMPANY)**





## BOARD OF DIRECTORS

GOVARDHAN M. DHOOT	- CHAIRMAN & MANAGING DIRECTOR
BRIJMOHAN M. DHOOT	- NON - EXECUTIVE DIRECTOR
AJAY R DHOOT	- ADDITIONAL DIRECTOR (Appointed w.e.f 20.11.2017)
ADITYA R DHOOT	- ADDITIONAL DIRECTOR (Appointed w.e.f 20.11.2017)
SUBHASH C. KHATTAR	- INDEPENDENT DIRECTOR
AJAY SAWHNEY	- ADDITIONAL INDEPENDENT DIRECTOR (Appointed w.e.f 20.11.2017)
RUKMESH DHANDHANIYA	- ADDITIONAL INDEPENDENT DIRECTOR (Appointed w.e.f 20.11.2017)
ANURADHA SUKHANI	- INDEPENDENT DIRECTOR (resigned w.e.f 21.05.2018)
NIDHI MUNDADA	- ADDITIONAL INDEPENDENT DIRECTOR (Appointed w.e.f 28.05.2018)

## CHIEF FINANCIAL OFFICER

Mr. Ajay Samant

## BANKERS

State Bank Of India

Indian Bank

Punjab and Maharashtra Co-Op. Bank Ltd

Central Bank of India

## COMPANY SECRETARY

Ms. Nikita Bavishi

## REGISTERED OFFICE

Rupam Building, 3<sup>rd</sup> Floor,

239, P.D'mello Road,

Near GPO, Mumbai – 400 001

Tel No. 91-22-22616200/6300/8787

Fax No. 91-22-2619090

E-Mail: [contactus@mangalamdrugs.com](mailto:contactus@mangalamdrugs.com)

Investors E-mail Id: [investor@mangalamdrugs.com](mailto:investor@mangalamdrugs.com)

Website: <http://www.mangalamdrugs.com>.

## REGISTRAR & TRANSFER AGENTS

Link Intime India Private Limited

C-101, 247 Park, L.B.S. Marg,

Vikhroli (West),

Mumbai – 400083

Tel No. 91-22-49182670

## WORKS

### VAPI – UNIT 1

Plot No. 187, GIDC

Vapi, Dist. Valsad

Gujarat – 396 195

### VAPI – UNIT 2

Plot No. 1203, GIDC

Vapi, Dist. Valsad,

Gujarat – 396 195

## AUDITORS

Batliboi & Purohit, Chartered Accountants

National Insurance Building, 204

Dadabhoy Naoroji Road, Fort– 400 001

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## NOTICE

**NOTICE** is hereby given that the Forty-Fifth Annual General Meeting of the Members of **Mangalam Drugs & Organics Limited** will be held on Tuesday, the 25<sup>th</sup> September, 2018 at 03.30 P.M at the Kilachand Conference Room, 2nd Floor, Indian Merchants Chamber Building, IMC Marg, Churchgate, Mumbai- 400020, Maharashtra, India to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Standalone Audited Financial Statements as at 31<sup>st</sup> March, 2018 including the Balance Sheet, the Statement of Profit and Loss for the year ended as on that date and the reports of the Board of Directors' and the Auditors' of the Company thereon.
2. To appoint a Director in place of Shri. Govardhan Murlidhar Dhoot (DIN: 01240086) who retires from office by rotation and being eligible, offers himself for re-appointment.
3. To confirm the payment of interim dividend on equity shares already paid during the financial year ended 31<sup>st</sup> March, 2018.

### **SPECIAL BUSINESS:**

#### **4. Ratification of remuneration payable to M/s Ankit Kishor Chande, Cost Auditors for the financial year 2018-19.**

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof) ("the Act") the Company hereby ratifies remuneration of Rs. 110,000/- (Rupees One Lac Ten Thousand only) plus GST, as applicable and reimbursement of out-of-pocket expenses payable to M/s. Ankit Kishor Chande, Cost Accountant who were appointed by the Board of Directors as Cost Auditors of the Company for the financial year 2018-19, to conduct Cost Audit relating to "Bulk Drugs" businesses of the Company as may be ordered by the Central Government under the Act and the Rules thereunder."

**FURTHER RESOLVED THAT** the Board of Director of the Company be and is hereby authorized to do such acts, deeds and things as may be considered necessary to give effect to the above resolution."

#### **5. Appointment of Shri Ajay R Dhoot (00210424) as Director, liable to retire by rotation:**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Shri Ajay R Dhoot (00210424) who has been appointed as an Additional Director of the Company by the Board of Directors with effect from 20<sup>th</sup> November 2017 in terms of Section 149, 152 and 161 of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director under Section 160 of the Companies Act, 2013, be and is hereby appointed as Director of the Company, liable to retire by rotation."

#### **6. Appointment of Shri Aaditya R Dhoot (00057224) as Director, liable to retire by rotation:**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Shri Aaditya R Dhoot (00057224) who has been appointed as an Additional Director of the Company by the Board of Directors with effect from 20<sup>th</sup> November, 2017 in terms of Section 149, 152 and 161 of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director under Section 160 of the Companies Act, 2013, be and is hereby appointed as Director of the Company, liable to retire by rotation."

#### **7. Appointment of Shri Ajay Sawhney (DIN: 05132739) as Independent Director:**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Shri Ajay Sawhney (DIN: 05132739), who was appointed as an Additional-Independent Director by the Board of Directors with effect from 20<sup>th</sup> November, 2017, in terms of the provisions of Section 161 of the Act and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold the office for a term of 5 years effective from 20<sup>th</sup> November, 2017 till 19<sup>th</sup> November, 2022."

#### **8. Appointment of Shri Rukmesh Dhandhanian (DIN: 02493968) as Independent Director:**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Shri Rukmesh Dhandhanian (DIN: 02493968), who was appointed as an Additional-Independent Director by the Board of Directors with effect from 20<sup>th</sup> November, 2017, in terms of the provisions of Section 161 of the Act and who has submitted a declaration that he